

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Chapter 11
)	
ORIUS CORP., et al.,)	Case No. 05-63876
)	(Jointly Administered)
Debtors,)	
)	Hon. Bruce W. Black
)	
)	Hearing Date: February 28, 2007
)	Hearing Time: 9:30 a.m.

NOTICE OF MOTION AND NOTICE OF HEARING

TO: See Attached Service List

PLEASE TAKE NOTICE that on **Wednesday, February 28, 2007 at 9:30 a.m.**, or as soon thereafter as counsel may be heard, we shall appear before the Honorable Bruce W. Black, United States Bankruptcy Judge, in the room usually occupied by him as a Courtroom in the Everett McKinley Dirksen United States Courthouse, 219 South Dearborn Street, Chicago, Illinois, or in his absence, before such other Judge who may be sitting in his place and stead and hearing bankruptcy motions, and shall then and there present the **Final Fee Application of Murphy Austin Adams Schoenfeld LLP as Special Litigation Counsel for Orius Corp. for Allowance of Compensation and Reimbursement of Expenses, Limited Notice and Related Relief**, a copy of which was served upon you on January 19, 2007, and shall pray for the entry of an order in conformity with the prayer of said motion.

Dated: January 19, 2007

Respectfully submitted,

LORD BISSELL & BROOK LLP

/s/ Timothy S. McFadden
One of their attorneys

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CERTIFICATE OF SERVICE

I, Timothy S. McFadden, hereby certify that I caused copies of the foregoing **Final Fee Application of Murphy Austin Adams Schoenfeld LLP as Special Litigation Counsel for Orius Corp. for Allowance of Compensation and Reimbursement of Expenses, Limited Notice and Related Relief** to be served upon the parties listed on the attached Service List, by first-class United States Mail, postage-prepaid, on this 19th day of January, 2007.

/s/ Timothy S. McFadden

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Mudman Utilities, Inc.
Red Line Tech LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:	)	Chapter 11
)	
ORIUS CORP., et al.,	)	Case No. 05-63876
	)	(Jointly Administered Cases)
Debtors,)	
	)	Hon. Bruce W. Black
)	
	)	Hearing Date: February 28, 2007
	)	Hearing Time: 9:30 a.m.

COVER SHEET FOR APPLICATION FOR PROFESSIONAL COMPENSATION

Name of Applicant:		Murphy Austin Adams Schoenfeld LLP		
Authorized to Provide Professional Services to:		Orius Corp. and its related debtor entities		
Date of Order Authorizing Employment:		March 29, 2006 effective December 12, 2005		
Period for Which Compensation is Sought:		December 12, 2005 through December 21, 2006		
Amount of Fees Sought:		\$49,834.20		
Amount of Expense Reimbursement Sought:		\$3,641.93		
This is a(n): _____ Interim Application <u> X </u> Final Application				
If this is <u>not</u> the first application filed herein filed by this professional, disclose as to all prior fee applications:				
Date Filed	Period Covered	Total Requested (Fees and Expenses)	Total Allowed	Any Amount Ordered Withheld

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:	)	Chapter 11
)	
ORIOUS CORP., et al.,	)	Case No. 05-63876
	)	(Jointly Administered)
Debtors,)	
	)	Hon. Bruce W. Black
)	
	)	Hearing Date: February 28, 2007
	)	Hearing Time: 9:30 a.m.

**FINAL FEE APPLICATION OF MURPHY AUSTIN ADAMS SCHOENFELD LLP AS
SPECIAL PURPOSE LITIGATION COUNSEL FOR ORIOUS CORP. FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES,
LIMITED NOTICE AND RELATED RELIEF**

Murphy Austin Adams Schoenfeld LLP (“MA”) applies to this Court pursuant to 11 U.S.C. §§ 330 and 331, Rules 2002(a)(6), 2016(a), 9006(c)(1) and 9007 of the Federal Rules of Bankruptcy Procedure, and Local Bankruptcy Rule 5082-1 for the allowance of \$49,834.20 in compensation for professional services rendered as special purpose litigation counsel to Orius Corp. and its affiliates (collectively, the “Debtors”)¹ for the period December 12, 2005 through and including December 21, 2006 (the “Application Period”), and the reimbursement of \$3,641.93 for actual costs incurred incident to those services. In addition, MA requests that additional notice to all creditors of the hearing on this application (the “Application”) be waived. In support of this Application, MA states as follows:

¹ The Debtors in the above-captioned case are Orius Corp., NATG Holdings, LLC, Orius Telecom Services, Inc., Orius Telecommunications Services, Inc., Orius Central Office Services, Inc., Texor, Inc., CATV Subscriber Services, Inc., Hattech, Inc., Channel Communications, Inc., LISN, Inc., Copenhagen Utilities & Construction, Inc., LISN Company, and U.S. Cable, Inc.

BACKGROUND

1. On December 12, 2005 (the “Petition Date”), each of the Debtors filed its respective voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (as amended, the “Bankruptcy Code”) with the United States Bankruptcy Court for the Northern District of Illinois (the “Court”), commencing the above-captioned chapter 11 cases.

2. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

RETENTION OF MA

3. On February 2, 2005, Copenhagen Utilities and Construction, Inc. (“Copenhagen”), one of the Debtors in these chapter 11 cases, filed a complaint in the Sonoma County Superior Court of the State of California, Case No. SCU 236200, asserting a claim for an amount of at least \$9,000,000 plus interest and attorneys fees against the City of Santa Rosa and other parties (collectively, the “Defendants”) for breach of contract, breach of warranties, and related causes of action (the “Litigation”) arising from a construction project performed by the Debtors. The Litigation relates to work performed for the Defendants by the Debtors for which the Debtors were not paid. Murphy Austin has represented the Debtors in the Litigation since its commencement in 2005, and represented the Debtors since 2004 in its dispute with the City of Santa Rosa. Prior to the stay being implemented by the Court, Copenhagen and the Defendants conducted written discovery, extensively reviewed documents, and the Debtors have submitted claims in excess of \$9,000,000.

4. On March 24, 2006, the Debtors applied to this Court for an order approving the retention of MA as special purpose litigation counsel in connection with their bankruptcy cases

(collectively, the “Cases”). On March 29, 2006, this Court entered an order (the “Retention Order”) approving the retention of MA as special purpose litigation counsel to the Debtors pursuant to an engagement letter dated March 23, 2006 (the “Engagement Letter”). A copy of the Retention Order is attached hereto as Exhibit A. The Retention Order authorized MA to seek interim compensation and reimbursement of expenses pursuant to this Court’s Order Establishing Professional Fee Application Procedures dated January 3, 2006 (the “Interim Compensation Order”).

5. On October 1, 2006, the Debtors and entered into an Amended Agreement for Legal Services (the “Amended Agreement”). Among other things, the Amended Agreement provides that the Debtors shall pay MA 80% of their legal fees. On January 11, 2006, upon the Debtors’ motion, the Court entered an order (the “Approval Order”) approving the Debtors’ execution of the Amended Agreement nunc pro tunc to October 1, 2006. A copy of the Approval Order is attached hereto as Exhibit B.

GENERAL STATUS OF THE CASES

6. MA has been instrumental in providing legal advice and assistance to the Debtors in the process of evaluating the Litigation and the Debtors’ options for pursuing the Litigation.

7. In evaluating this Application, this Court should consider the value of the services rendered by MA on behalf of the Debtors and the Debtors’ estates, the nature and complexity of the issues presented, the skill required to perform the services properly, the customary fees charged by other professionals in these Cases and in similar cases, the experience and ability of the professionals involved, and the amount of awards of compensation in similar cases. These factors, whether viewed individually or collectively, support an award of the requested compensation in full.

SERVICES RENDERED BY MA

8. Throughout the Application Period, MA rendered in excess of 236 hours of legal services to the Debtors relating to the Litigation. All of the services for which compensation is requested were services that, in MA's judgment, were necessarily rendered after due consideration of the expected costs and anticipated benefits of such services. Attached to this Application as Exhibit C are detailed statements of the services rendered by MA, the amounts of time spent thereon, and the expenses incurred incident to these services.

9. Each of the monthly invoices previously provided by MA to this Court and other parties entitled to notice thereof provide: (a) detailed descriptions of all services rendered in each of the above categories and (b) the timekeeper, date and amount of time expended in each category. Summary charts for each category setting forth each professional who rendered services, total time and value of services and the total dollar value are provided herein.

10. MA's services with respect to the Litigation are best characterized as "asset analysis and recovery" since the Debtors believe the Litigation is an asset of their estates. MA worked with Lord Bissell & Brook LLP ("LBB"), the Debtors' bankruptcy counsel, and the Debtors' secured lenders (the "Lenders") to assess the Litigation and the Debtors' prospects for recovering assets in the Litigation.

11. To accomplish the tasks described above, MA performed legal research, drafted briefs and memoranda, attended court hearing, and participated in meetings and telephone conferences with the Debtors, the Lenders, and LBB. The chart below is a summary of the total amount of time entered by each timekeeper during the portion of the Application Period during which the Engagement Letter (rather than the Amended Agreement) was in effect, from December 12, 2005 through September 30, 2006.

Professional	Position	Rate	Hours	Amount
Kenneth I. Schumaker	Partner	\$210.00 (2005) \$235.00 (2006)	1.5 111.6	\$315.00 \$26,226.00
D. Michael Schoenfeld	Partner	\$260.00 (2005) \$300.00 (2006)	.7 34.3	\$182.00 \$10,290.00
Ryan J. Couzens	Associate	\$215.00 (2005) \$220.00 (2006)	16.2 8.1	\$3,483.00 \$1,782.00
Lisa D. Nicolls	Associate	\$190.00 (2006)	.5	\$95.00
Todd A. Schaffer	Associate	N/A	3.3	\$0.00
TOTAL			176.2	\$42,373.00

12. The chart below summarizes time entered by each timekeeper in the period during which the Amended Agreement was in effect between October 1, 2006 and December 21, 2006.

Professional	Position	Rate	Hours	Amount
Kenneth I. Schumaker	Partner	\$235.00	36.7	\$8,624.50
D. Michael Schoenfeld	Partner	\$300.00	.8	\$240.00
Ryan J. Couzens	Associate	\$220.00	2.1	\$462.00
Todd A. Schaffer	Associate	N/A	3.3	\$0.00
TOTAL			60.6	\$9,326.50

MA has not been paid any of the amounts reflected in this paragraph. Pursuant to the Amended Agreement, MA is entitled to be paid, and hereby requests to be paid 80% of the amount of services from this time period, or \$7,461.20. Thus, by this Application, MA requests total fees in the amount of \$49,834.20, which represents 100% of its fees from December 12, 2005 through October 1, 2006, and 80% of its fees from October 1, 2006 through December 21, 2006.

13. The amount of time spent by MA with respect to the Litigation is reasonable given the difficulty of the issues presented, the time constraints imposed by the circumstances, the amounts at stake, the sophistication and experience of opposing counsels and the ultimate benefit to the estates.

14. Given the criteria set forth in section 330 of the Bankruptcy Code, namely (i) the nature, extent and value of the services; (ii) the time spent; (iii) the rates charged for such

services; (iv) the performance of the services within a reasonable amount of time commensurate with the complexity, importance and nature of the problem, issue or task addressed; and (v) the reasonableness in other bankruptcy and non-bankruptcy matters, MA respectfully submits that the requested final compensation represents a fair and reasonable amount that should be allowed in full.

EXPENSES

15. The actual and necessary costs expended by MA during the Application Period are detailed in the statements included in Exhibit C. The requested reimbursement amount for expenses incurred by MA is \$3,641.93. All of the expenses for which reimbursement is sought are expenses that MA customarily recoups from all of its clients.

16. The specific expenses incurred during the Application Period for which reimbursement is requested are as follows:

Category	Amount
Photocopies	\$100.95
Long Distance Telephone	\$12.88
Legal Research	\$51.00
Overnight Delivery	\$277.38
Travel	\$2,985.00
Supplies	\$80.02
Filing and Court Fees	\$130.50
Facsimile	\$4.20
TOTAL	\$3,641.93

17. All expenses incurred by MA incidental to its services were customary and necessary expenses. All expenses billed to the Debtors were billed in the same manner as MA bills non-bankruptcy clients. Further, the expenses for which reimbursement is sought constitute the types and amounts previously allowed by bankruptcy judges in this and other judicial districts.

PAYMENTS RECEIVED TO DATE

18. Pursuant to the Retention Order and the Interim Compensation Order, MA submitted monthly notices of interim fees (each, a “Monthly Statement”) to the Debtors, the Creditors’ Committee, the Lenders, and other parties entitled to notice thereof in which MA sought interim compensation and expense reimbursement pursuant to the Interim Compensation Order. To date, MA has received \$38,085.70 in payment of fees and expenses during the Application Period. MA has received no payments for its services from September 1, 2006 through September 30, 2006, during which the terms of the Engagement Letter were in effect. In addition, MA has not yet been paid for its services rendered to the Debtors between October 1, 2006 and December 21, 2006. The chart below sets forth the fees and expense reimbursements received by MA pursuant to the Monthly Statements during the Application Period.

Statement for Period Ending:	Payments Actually Received		
	90% Fees	100% Expenses	Subtotal
April 30, 2006	\$5,920.20	\$157.47	\$6,077.67
June 30, 2006	\$20,873.25	\$3,385.12	\$24,258.37
August 31, 2006	\$7,655.40	\$94.26	\$7,749.66
Total	\$34,448.85	\$3,636.85	\$38,085.70

19. MA received no objections to the Monthly Statements for the period beginning December 12, 2006 through and including August 31, 2006.

PAYMENTS HELD BACK FROM MA PURSUANT TO THE ENGAGEMENT LETTER

20. Pursuant to the Engagement Letter, Retention Order and the Interim Compensation Order, 10% of the fees earned by any professional were to be held back by the Debtors pending an interim and final application for fees. The chart below sets forth the fees

earned by MA and held back by the Debtors pursuant to the Monthly Statements during the Application Period.

Statement for Period Ending:	Amount of 10% Fee Holdback
April 30, 2006	\$657.80
June 30, 2006	\$2,319.25
August 31, 2006	\$850.60
Total	\$3,827.65

COMPLIANCE WITH 11 U.S.C. § 504

21. Other than as provided for and allowed by 11 U.S.C. § 504, there is no agreement between MA and any other firm, person, or entity for the sharing or division of any compensation paid or payable to MA.

NOTICE

22. Notice of this Application has been provided to the (a) the Debtors; (b) the Office of the United States Trustee; (c) counsel to the Official Committee of Unsecured Creditors of Orius Corp.; (c) counsel to the Agent; and (d) parties who have requested notice in these cases. Based on the extent of notice already provided, MA respectfully requests that additional notice of the hearing on this Application be waived for good cause shown pursuant to Rules 2006(a), 2002(i) and 9007 of the Federal Rules of Bankruptcy Procedure.

23. Based on the Court's limited availability in February 2007, and in light of the 20-day notice period prescribed in Bankruptcy Rule 2002(a), this Application has been noticed beyond the time prescribed for under Local Rule 9013-1. Based on the Court's calendar, MA respectfully requests that the Court approve such extended notice pursuant to Bankruptcy Rule 9006(b)(1).

WHEREFORE, MA requests that entry of an order, substantially in the form attached hereto as Exhibit D:

- (a) Allowing final compensation to MA for the Application Period beginning December 12, 2005 through and including December 21, 2006 in the amount of \$49,834.20;
- (b) Allowing expense reimbursement to MA for the Application Period beginning December 12, 2006 through and including December 21, 2006 in the amount of \$3,641.93;
- (c) Authorizing and directing the Debtors to pay MA \$15,390.43 in unpaid fees and expenses;
- (d) Waiving other and further notice of the hearing with respect to this Application;
- (e) Approving the extended notice of this application pursuant to Bankruptcy Rule 9006(b)(1); and
- (f) Providing MA with such additional relief as may be appropriate and just under the circumstances.

Dated: January 19, 2007

MURPHY AUSTIN ADAMS
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